Edgar Filing: WORTHINGTON INDUSTRIES INC - Form 4

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WORTHING Form 4 June 27, 201	GTON INDUSTI 3	RIES INC								
Check th	UNITED	STATES SE	SECURITIES AND EXCHANGE C Washington, D.C. 20549				COMMISSION	OMB Number:	3235-0287	
if no long subject to Section 1 Form 4 o	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Expires: Estimated a burden hou response	rs per	
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940										
(Print or Type I	Responses)									
1. Name and A GILMORE	ssuer Name and Ticker or Trading bol RTHINGTON INDUSTRIES				5. Relationship of Reporting Person(s) to Issuer					
		IC [WOR]				(Check all applicable)				
(Last) 200 OLD W	Date of Earliest Tr onth/Day/Year) 25/2013	-				Director 10% Owner X_ Officer (give title Other (specify below) below) President, Worthington Steel				
COLUMBU	f Amendment, Da d(Month/Day/Year	nendment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table I - Non-I	Derivative	Securi	ties Acc	uired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year		3. te, if Transacti Code	Transaction(A) or Disposed of Code (D)			- · -	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
C			Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Shares	06/25/2013		А	923 <u>(1)</u>	А	\$0	7,923	D		
Common Shares	06/25/2013		F	314 <u>(2)</u>	D	\$ 32.1	7,609	D		
Common Shares	06/25/2013		А	2,139 (1)	А	\$0	9,748	D		
Common Shares	06/25/2013		F	743 (2)	D	\$ 32.1	9,005	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2. Conversion	3. Transaction Date		4. Transcatio	5.	6. Date Exer		7. Title		8. Price of	9. Nu Doriv
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transactio Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Amount Underly Securiti (Instr. 3	/ing es	Derivative Security (Instr. 5)	Deriv Secur Bene Owno Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	o Title N o	Amount or Jumber of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
reporting o when runne / runness	Director	10% Owner	Officer	Other				
GILMORE GEOFFREY G 200 OLD WILSON BRIDGE ROAD COLUMBUS, OH 43085			President, Worthington Steel					
Signatures								
/s/Dale T. Brinkman, as attorney-in-fac Gilmore	06/27/2013							
<u>**</u> Signature of Reporting Per		Date						

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

A long-term performance share award was granted on 6-1-2010 pursuant to the Worthington Industries, Inc. Amended and Restated 1997 Long-Term Incentive Plan. Common Shares were to be earned based on the level of achievement of specified performance objectives

- (1) over the three-year period ended May 31, 2013. On June 25, 2013, the Compensation Committee of the Company's Board of Directors met and approved the payout of the reported common shares based on the performance of the Company for the three year period ended May 31, 2013.
- Represents shares withheld upon the vesting of restricted stock in order to satisfy the reporting person's tax withholding obligation upon (2)such vesting.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.